

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <i>et al.</i> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
)	

**ORDER GRANTING DEBTORS' FORTY-NINTH OMNIBUS OBJECTION TO
CLAIMS (NO LIABILITY BORROWER CLAIMS – BOOKS AND RECORDS)**

Upon the forty-ninth omnibus objection to claims, dated September 20, 2013 [Docket No. 5161] (the “Forty-Ninth Omnibus Claims Objection”)¹ of Residential Capital, LLC and its affiliated debtors in the above-referenced Chapter 11 Cases, as debtors and debtors in possession (collectively, the “Debtors”), seeking entry of an order, pursuant to section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim [Docket No. 3294] (the “Procedures Order”), disallowing and expunging the No Liability Borrower Claims on the basis that such claims have no basis in the Debtors’ books and records, all as more fully described in the Forty-Ninth Omnibus Claims Objection; and it appearing that this Court has jurisdiction to consider the Forty-Ninth Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Forty-Ninth Omnibus Claims Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Forty-Ninth Omnibus Claims Objection having been

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Forty-Ninth Omnibus Claims Objection.

provided, and it appearing that no other or further notice need be provided; upon consideration of the Forty-Ninth Omnibus Claims Objection and the Declaration of Deanna Horst, the Declaration of Norman S. Rosenbaum and the Declaration of Robert D. Nosek, annexed to the Forty-Ninth Omnibus Claims Objection as Exhibits 1-3, respectively; and the Court having found and determined that the relief sought in the Forty-Ninth Omnibus Claims Objection is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Forty-Ninth Omnibus Claims Objection establish just cause for the relief granted herein; and the Court having determined that the Forty-Ninth Omnibus Claims Objection complies with the Borrower Claim Procedures set forth in the Procedures Order; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Forty-Ninth Omnibus Claims Objection is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on Exhibit A annexed hereto under the heading “Claims to be Disallowed and Expunged” (collectively, the “No Liability Borrower Claims”) are disallowed and expunged with prejudice; and it is further

ORDERED that Kurtzman Carson Consultants LLC, the Debtors’ claims and noticing agent, is directed to disallow and expunge the No Liability Borrower Claims identified on the schedule attached as Exhibit A hereto so that such claims are no longer maintained on the Debtors’ claims register; and it is further

ORDERED that the following matters relating to the No Liability Borrower Claims shall be adjourned to the omnibus hearing scheduled for December 11, 2013 at 10:00 a.m. (EST):

- Randall Branson (Claim No. 2063);
- Virginia Mattson (Claim No. 3453)
- Ramona M. Roberts (Claim No. 1948)
- Roger J. and Karen Evans (Claim No. 3528)
- George M. Geeslin (Claim No. 2884)
- Deborah L. Wetzel (Claim No. 2239)
- William J Futrell (Claim No. 725)
- Douglas and Irene Schmidt (Claim No. 2024)
- James Ladd and Anne Ladd (Claim No. 4722)
- Mary R. Biancavilla (Claim No. 4397); and it is further

ORDERED that the Debtors are authorized and empowered to take all actions as may be necessary and appropriate to implement the terms of this Order; and it is further

ORDERED that notice of the Forty-Ninth Omnibus Claims Objection, as provided therein, shall be deemed good and sufficient notice of such objection, and the requirements of Bankruptcy Rule 3007(a), the Case Management Procedures entered on May 23, 2012 [Docket No. 141], the Procedures Order, and the Local Bankruptcy Rules of this Court are satisfied by such notice; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of any claim not listed on Exhibit A annexed to this Order, and the Debtors' and any party in interest's rights to object on any basis are expressly reserved with respect to any such claim not listed on Exhibit A annexed hereto; and it is further

ORDERED that this Order shall be a final order with respect to each of the No Liability Borrower Claims identified on Exhibit A, annexed hereto, as if each such No Liability Borrower Claim had been individually objected to; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

SO ORDERED.

Dated: November 20, 2013
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

Exhibit A

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FORTY-NINTH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
1	BENEDICT, JENNIFER 411 W MAPLE AVE STE G INDEPENDENCE, MO 64050	1076	10/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$164,000.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8
2	Cassius H. Gray 3420 Quito Place Dulles, VA 20189-3420	2528	11/06/2012	\$424,783.45 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim; Loan Modification Claim	8, 9
3	Christy Lynn Spector 1031 Trinita Terrace Davis, CA 95618	3442	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$450,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8
4	Dennis D. Dunn 400 E. Park St Harvard, IL 60033	4761	11/14/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$130,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8
5	DOROTHY AND WAYNE HARVEY 2627 S 18TH ASPEN CONTRACTING KANSAS CITY, KS 66106	3886	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$138,305.36 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8
6	Eunice Esparza 6530 W. Pershing Berwyn, IL 60402	3946	11/09/2012	\$72,545.00 Administrative Priority \$0.00 Administrative Secured \$254,545.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8
7	Everado L. Velasco 22601 Baker Road Bakersfield, CA 93314	1990	10/30/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$134,094.19 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim; Loan Modification Claim	8, 9

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Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
8	Hope G. Sloan 9335 Rainbow Creek San Antonio, TX 78245	2255	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$148,346.68 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8
9	Ivan Norberg 15998 Cambrian Drive San Leandro, CA 94578	4538	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim; Loan Modification Claim; Wrongful Foreclosure Claim	8, 9-10
10	Jason D. Emert 882 Castleman Branch Road Shepherdsville, KY 40165	5996	11/20/2012	\$143,428.88 Administrative Priority \$0.00 Administrative Secured \$143,428.88 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8
11	John E. Koerner P.O. Box 24 Williston Park, NY 11596	1604	10/24/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$217,000.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim; Loan Modification Claim	8, 9
12	John Koerner P.O. Box 24 Williston Park, NY 11596	4829	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$217,000.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim; Loan Modification Claim	8, 9
13	Loretta M. Badman Thomas L Lightner, Esquire 4652 Hamilton Blvd. Allentown, PA 18103	3844	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$148,092.30 General Unsecured	GMAC Mortgage, LLC	12-12032	Loan Modification Claim	8
14	MICHAEL M KURBS AND BAKER RESTORATION SVCS LLC & DALTON DIRECT FL COVE 291 HARMONY LAKE DR HOLLY SPRINGS, GA 30115	1210	10/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$375,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8

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Claims to be Disallowed and Expunged								
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15	Pamela S. James Robin T. James 27701 James Road Laurel, DE 19956	3800	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$244,223.19 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim; Wrongful Foreclosure Claim	8, 9-10
16	Ramiro Nafarrate 8836 Spring Canyon Dr Spring Valley, CA 91977	3786	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$147,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8
17	Rodney Boone 7518 W. Ave A Lancaster, CA 93536	2078	11/01/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$190,401.19 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8
18	Rodrick Gillespie 10256 Carlotta Avenue Buena Park, CA 90260	4728	11/14/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim; Loan Modification Claim; Wrongful Foreclosure Claim	8, 9-10
19	Vanessa Livingston 175 Terrace Drive Vista, CA 95084	4580	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim; Loan Modification Claim; Wrongful Foreclosure Claim	8, 9-10
20	Velma Irwin 2900 N Grove Place Oklahoma City, OK 73127	4642	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim; Loan Modification Claim; Wrongful Foreclosure Claim	8, 9-10
21	William John Kaska Jr. & Amy Jo Lynn Showen-Kaska 206 Wood Duck Way Springfield, GA 31329	4400	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$182,029.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8

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22	Name of Claimant	Claims to be Disallowed and Expunged				Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
		Claim Number	Date Filed	Claim Amount	Asserted Debtor Name			
	William R. Fix P.O. Box 297 Jackson, WY 83001	3897	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,860,000.00 General Unsecured	Residential Capital, LLC	12-12020	Loan Modification Claim	8